

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF TEXAS
TYLER DIVISION**

**DECLARATION OF SHANÉE Y. WILLIAMS IN SUPPORT OF PLAINTIFF
ADVANCEME, INC'S OPPOSITION TO DEFENDANT'S MOTION FOR LEAVE TO
AMEND ITS INVALIDITY CONTENTIONS**

I, Shanée Y. Williams, hereby declare as follows:

1. I am an attorney admitted to practice before this Court *pro hac vice* and am an associate with the law firm Paul, Hastings, Janofsky & Walker LLP, attorneys for plaintiff AdvanceMe, Inc. (“AdvanceMe”) in the above-captioned matter. If called upon to testify, I could and would do so competently as to the matters set forth herein.

2. Attached hereto as Exhibit 1 is a true and correct copy of an excerpt from Defendant's P.R. 3-3 Preliminary Invalidity Contentions dated July 20, 2006.

3. Attached hereto as Exhibit 2 is a true and correct copy of an excerpt from Defendant's Amended P.R. 3-3 Preliminary Invalidity Contentions dated August 30, 2006.

4. Attached hereto as Exhibit 3 is a true and correct copy of an excerpt from AmeriMerchant's Second Amended P.R. 3-3 Preliminary Invalidity Contentions dated February 12, 2007.

I declare under the penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed this 11th day of June, 2007, at Palo Alto, California.

/s/ Shanee Y. Williams

Shanée Y. Williams

CERTIFICATE OF SERVICE

The undersigned hereby certifies that all counsel of record who are deemed to have consented to electronic service are being served with a copy of this document via the Court's CM/ECF system per Local Rule CV-5(a)(3). Any other counsel of record will be served by facsimile transmission and/or first class mail this 11th day of June, 2007.

By: /s/ Shanée Y. Williams

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